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Form **990-PF**Department of the Treasury  
Internal Revenue Service (77)**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2009**

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning 12/1/2009, and ending 11/30/2010

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation The Austin Foundation, Inc		A Employer identification number 14-1777852
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 839-1754
	c/o Foundation Source, 501 Silverside Road 123		
	City or town, state, and ZIP code Wilmington DE 19809-1377		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 2,544,710	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	40	40		
	4 Dividends and interest from securities	60,394	60,394		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	495,128			
	b Gross sales price for all assets on line 6a 1,713,918				
	7 Capital gain net income (from Part IV, line 2)		495,128		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	433	433			
12 Total. Add lines 1 through 11	555,995	555,995			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	23,213	23,213		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,901	101		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	15,075	16		15,059
	24 Total operating and administrative expenses. Add lines 13 through 23	42,189	23,330		15,059
	25 Contributions, gifts, grants paid	105,800			105,800
26 Total expenses and disbursements. Add lines 24 and 25	147,989	23,330		120,859	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	408,006				
b Net investment income (if negative, enter -0-)		532,665			
c Adjusted net income (if negative, enter -0-)					

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form 990-PF (2009)

(HTA)

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
<b>Assets</b>	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments	77,450	62,035	62,035		
	3 Accounts receivable <input type="checkbox"/> ..... Less allowance for doubtful accounts <input type="checkbox"/> .....					
	4 Pledges receivable <input type="checkbox"/> ..... Less allowance for doubtful accounts <input type="checkbox"/> .....					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)					
	7 Other notes and loans receivable (attach schedule) <input type="checkbox"/> ..... Less allowance for doubtful accounts <input type="checkbox"/> .....					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10 a Investments—U S. and state government obligations (attach schedule)	126,452				
	b Investments—corporate stock (attach schedule)	1,547,433	2,072,877	2,454,697		
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis <input type="checkbox"/> ..... Less accumulated depreciation (attach schedule) <input type="checkbox"/> .....					
	12 Investments—mortgage loans					
	13 Investments—other (attach schedule)		24,429	27,978		
	14 Land, buildings, and equipment basis <input type="checkbox"/> ..... Less accumulated depreciation (attach schedule) <input type="checkbox"/> .....					
15 Other assets (describe <input type="checkbox"/> ..... )						
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,751,335	2,159,341	2,544,710			
<b>Liabilities</b>	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe <input type="checkbox"/> ..... )					
	23 <b>Total liabilities</b> (add lines 17 through 22)	0	0			
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds	1,751,335	2,159,341			
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	1,751,335	2,159,341				
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	1,751,335	2,159,341				

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	<b>1</b>	1,751,335
2 Enter amount from Part I, line 27a	<b>2</b>	408,006
3 Other increases not included in line 2 (itemize) <input type="checkbox"/> .....	<b>3</b>	0
4 Add lines 1, 2, and 3	<b>4</b>	2,159,341
5 Decreases not included in line 2 (itemize) <input type="checkbox"/> .....	<b>5</b>	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	2,159,341

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a Publicly-traded Securities</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> 1,713,918		1,218,790	495,128	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			<b>2</b>	495,128
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }			<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	146,831	2,244,287	0.065424
2007	174,916	2,942,645	0.059442
2006	152,312	3,314,315	0.045956
2005	125,236	3,063,327	0.040882
2004	25,411	2,876,350	0.008834
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.220538
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0.044108
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			<b>4</b> 2,483,653
<b>5</b> Multiply line 4 by line 3			<b>5</b> 109,549
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 5,327
<b>7</b> Add lines 5 and 6			<b>7</b> 114,876
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			<b>8</b> 120,859

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	5,327	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0	
3 Add lines 1 and 2		3	5,327	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	5,327	
6 Credits/Payments				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,420		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,000		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7	5,420		
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	93		
11 Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> <input type="checkbox"/> 93 <b>Refunded</b> <input type="checkbox"/>	11	0		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NY _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ☐ \_\_\_\_\_

14 The books are in care of ☐ c/o Foundation Source Telephone no ☐ (800) 839-1754  
 Located at ☐ 501 Silverside Road, Suite 123 Wilmington DE ZIP+4 ☐ 19809-1377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐  
 and enter the amount of tax-exempt interest received or accrued during the year ☐ 15

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions )	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/> 20 _____, 20 _____, 20 _____, 20 _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009 )	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** *(continued)*

- |   |  |                              |  |  |
|---|--|------------------------------|--|--|
| <b>5a</b> During the year did the foundation pay or incur any amount to   |  |                              |  |  |
| (1)   | Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| (2)   | Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?                                      | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| (3)   | Provide a grant to an individual for travel, study, or other similar purposes?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| (4)   | Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| (5)   | Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?                    | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| <b>b</b> If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? |  |                              |  |  |
| Organizations relying on a current notice regarding disaster assistance check here  |  |                              |  |  |
| <b>c</b> If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?   |  |                              |  |  |
| If "Yes," attach the statement required by Regulations section 53.4945–5(d)   |  |                              |  |  |
| <b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?   |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?   |  |                              |  |  |
| If "Yes" to 6b, file Form 8870  |  |                              |  |  |
| <b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |  |
| <b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  |  |                              |  |  |

## Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT				

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).  
If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE .....				
.....				
.....				
.....				
.....				
.....				
.....				

**Total number of other employees paid over \$50,000**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3 Five highest-paid independent contractors for professional services** (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE .....		
.....		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

<b>1</b> .....	
.....	
<b>2</b> .....	
.....	
<b>3</b> .....	
.....	
<b>4</b> .....	
.....	

**Part IX-B Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

<b>1</b> .....	
.....	
<b>2</b> .....	
.....	
All other program-related investments. See page 24 of the instructions.	
<b>3</b> .....	
.....	
<b>Total.</b> Add lines 1 through 3	0

0

0



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,432,652
<b>b</b>	Average of monthly cash balances	<b>1b</b>	88,823
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	2,521,475
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	2,521,475
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	37,822
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,483,653
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	124,183

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	124,183
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	5,327
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,327
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	118,856
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0
<b>5</b>	Add lines 3 and 4	<b>5</b>	118,856
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	118,856

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	120,859
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	120,859
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	<b>5</b>	5,327
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	115,532

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				118,856
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			103,620	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005				
<b>c</b> From 2006				
<b>d</b> From 2007				
<b>e</b> From 2008				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 120,859				
<b>a</b> Applied to 2008, but not more than line 2a			103,620	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2009 distributable amount				17,239
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				101,617
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	0			
<b>b</b> Excess from 2006	0			
<b>c</b> Excess from 2007	0			
<b>d</b> Excess from 2008	0			
<b>e</b> Excess from 2009	0			



**Part XV Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
AMERICAN NATIONAL RED CROSS 8550 ARLINGTON BLVD FAIRFAX VA 22031	N/A	509(a)(1)	Haiti Earthquake Relief Fund	5,000
APPALACHIAN SUSTAINABLE AGRICULTURE 306 W HAYWOOD ST ASHEVILLE NC 28801	N/A	509(a)(1)	Dig In Yancey Community Garden Division	300
APPALACHIAN SUSTAINABLE AGRICULTURE 306 W HAYWOOD ST ASHEVILLE NC 28801	N/A	509(a)(1)	Dig In Yancey Community Garden Program	4,000
BLUE RIDGE AREA FOOD BANK INC PO BOX 937 VERONA VA 24482	N/A	509(a)(1)	General & Unrestricted	10,000
CENTRAL VIRGINIA FOODBANK 1415 RHOADMILLER ST RICHMOND VA 23220	N/A	509(a)(2)	General & Unrestricted	10,000
COMMUNITY IDEA STATIONS 23 SESAME ST RICHMOND VA 23235	N/A	509(a)(1)	WCVE-Radio Program	2,000
DOCTORS WITHOUT BORDERS USA INC 333 7TH AVE FL 2 NEW YORK NY 10001	N/A	509(a)(1)	Haiti Earthquake Relief Fund	5,000
GRAHAM CHILDRENS HEALTH SERVICES OF TOE RIVER 202 MEDICAL CAMPUS DR BURNSVILLE NC 28714	N/A	509(a)(1)	Education For Prevention Of Substance Abuse	5,000
GREATER WASHINGTON EDUCATIONAL TELECOM ASSOC INC - WE 3939 CAMPBELL AVE ARLINGTON VA 22206	N/A	509(a)(2)	General & Unrestricted	4,000
HOPE FOR HORSES PO BOX 1449 LEICESTER NC 28748	N/A	509(a)(1)	General & Unrestricted	2,000
HOPE FOR HORSES PO BOX 1449 LEICESTER NC 28748	N/A	509(a)(1)	Yancey County Rescued Horses - With Gratitude	4,000
LITTLE PEARLS PO BOX 8641 ASHEVILLE NC 28814	N/A	509(a)(1)	To Promote Kindness And Compassion Project	2,500
MANNA FOOD BANK INC 627 SWANNANOVA RIVER RD ASHEVILLE NC 28805	N/A	509(a)(1)	General & Unrestricted	5,000
NATIONAL ASSOC FOR CHILDREN OF ALCOHOLICS 11426 ROCKVILLE PIKE STE 301 ROCKVILLE MD 20852	N/A	509(a)(1)	General & Unrestricted	10,000
NATIONAL INDIAN CHILD WELFARE ASSOC INC 5100 SW MACADAM PORTLAND OR 97239	N/A	509(a)(1)	General & Unrestricted	5,000
OXFAM-AMERICA INC 226 CAUSEWAY ST BOSTON MA 02114	N/A	509(a)(1)	Haiti Earthquake Relief Fund	5,000
<b>Total</b> See Attached Statement			► <b>3a</b>	105,800
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b>			► <b>3b</b>	0





Form 990-PF, Part I, Line 11 - Other Income

TOTAL:		433	433
		(a) Revenue per Books	(b) Net Investment Income
1	Foreign Tax Refund	433	433
2			
3			
4			
5			
6			
7			
8			
9			
10			

Form 990-PF, Part I, Line 16c - Other Professional Fees

TOTAL:		23,213	23,213	0	0
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	Investment Management Services	23,213	23,213		0
2					
3					
4					
5					
6					
7					
8					
9					
10					



**Form 990-PF, Part I, Line 18 - Taxes**

		TOTAL:	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
<b>1</b>	Estimated tax for 2010		3,800	0		0
<b>2</b>	Foreign Tax Paid		101	101		0
<b>3</b>						
<b>4</b>						
<b>5</b>						
<b>6</b>						
<b>7</b>						
<b>8</b>						
<b>9</b>						
<b>10</b>						

**Form 990-PF, Part I, Line 23 - Other Expenses**

TOTAL:					15,075	16	0	15,059
		(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose			
1	Administrative Fees	14,809	0	0	14,809			
2	Bank Charge	16	16		0			
3	State or local filing fees	250	0		250			
4								
5								
6								
7								
8								
9								
10								

## Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:					2,072,877	2,454,697
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value		
1	ARTIO INTERNATIONAL II - I (JETIX)	9,545	107,252	114,540		
2	ASTON OPTIMUM MID CAP FUND CLASS I (ABMIX)	1,825	50,811	55,246		
3	CARDINAL HEALTH INC. (CAH)	150	7,736	5,337		
4	CISCO SYSTEMS INC. (CSCO)	2,300	11,915	44,068		
5	DODGE & COX FUNDS INTERNATIONAL STOCK FUND (DODFX)	3,458	108,270	115,981		
6	EATON VANCE FLOATING RATE FUND INSTI SHARE (EIBLX)	7,424	64,900	66,072		
7	EATON VANCE GLOBAL MACRO FD CL I (EIGMX)	4,757	49,236	49,093		
8	EMC CORP-MASS (EMC)	900	15,912	19,341		
9	EXXON MOBIL CORP (XOM)	634	16,835	44,101		
10	GENERAL ELECTRIC CO (GE)	1,650	20,894	26,119		
11	GENERAL MILLS INC (GIS)	600	13,482	21,198		
12	HIGHBRIDGE DYNAMIC COMMOD STRATEGY FUND - SEL (HDCSX)	1,755	24,618	31,338		
13	HIGHBRIDGE STATISTICAL MARKET NEUTRAL SELECT (HSKSX)	2,373	37,754	35,927		
14	INTEL CORP (INTC)	1,300	9,384	27,508		
15	INTERNATIONAL BUSINESS MACHINES (IBM)	125	10,807	17,683		
16	ISHARES BARCLAYS TIPS BOND FUND (TIP)	1,201	124,758	131,485		
17	ISHARES TR S & P MIDCAP 400 INDEX FD (IJH)	675	48,782	57,591		
18	ISHARES TRUST- ISHARES MSCI ALL CTRY ASIA EX JAPAN (AAXJ)	200	8,934	12,176		
19	JP MORGAN EXPANSION INDEX SELECT FUND (PGMIX)	5,827	49,236	58,792		
20	JP MORGAN SHORT DURATION BOND SELECT FUND (HLLVX)	24,788	268,975	273,163		
21	JP MORGAN STRATEGIC INCOME OPPORTUNIEIS FD SELECT (JSOSX)	6,587	73,187	77,337		
22	JP MORGAN US REAL ESTATE FD SELECT SHS (SUIEX)	6,939	93,567	103,872		
23	JPMORGAN HIGH YIELD BOND FUND SELECT (OHYFX)	8,067	62,920	65,098		
24	JPMORGAN INTERNATIONAL VALUE SELECT (JIESX)	3,907	51,613	49,386		
25	JPMORGAN MARKET NEUTRAL FUND SELECT (JMNSX)	2,411	37,755	37,200		
26	MACY'S INC (M)	500	10,015	12,840		
27	MCDONALD'S CORP (MCD)	200	5,494	15,660		
28	MEDCO HEALTH SOLUTIONS INC. (MHS)	264	536	16,188		
29	MEDTRONIC INC (MDT)	650	9,706	21,795		
30	MERCK & CO INC. (MRK)	800	28,290	27,576		
31	MICROSOFT CORPORATION (MSFT)	1,500	9,269	37,890		
32	ORACLE CORP (ORCL)	1,000	3,204	27,050		
33	PAYDEN HIGH INCOME FUND CLASS R (PYHRX)	9,084	63,951	65,223		
34	PEPSICO INC (PEP)	500	18,613	32,315		
35	PFIZER INC. (PFE)	1,200	39,121	19,560		
36	PRAXAIR INC. (PX)	300	8,303	27,615		
37	PROCTER GAMBLE CO (PG)	200	7,517	12,214		
38	PRUDENTIAL FINCL INC (PRU)	50	2,644	2,534		
39	SCHLUMBERGER LTD (SLB)	400	10,540	30,936		
40	STATE STREET CORPORATION (STT)	1,000	7,344	43,200		
41	STREETTRACKS GOLD SHARES (GLD)	206	24,831	27,897		
42	T. ROWE PRICE NEW ASIA FUND (PRASX)	4,734	77,212	88,857		
43	THE ARBITRAGE FUND CLASS I (ARBNX)	3,888	50,811	50,928		
44	THREADNEEDLE ASIA PACIFIC FUND CLASS R5 (TAPRX)	5,742	79,063	77,973		

## Form 990-PF, Part II, Line 10b - Investments: Corporate Stock

TOTAL:				2,072,877	2,454,697
	Description/Symbol/CUSIP Number	Shares	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value	
45	TIME WARNER INC (TWX)	150	4,465	4,424	
46	UNITED TECHNOLOGIES CORP (UTX)	600	19,095	45,162	
47	VANGUARD EMERGING MARKETS STOCK INDEX VIPERS (VWO)	2,231	104,366	101,600	
48	VANGUARD INTERMEDIATE-TERM CORPORATE FUND (VFICX)	7,802	75,523	80,280	
49	VERIZON COMMUNICATIONS (VZ)	200	8,266	6,402	
50	WAL-MART STORES INC (WMT)	350	17,822	18,932	
51	WALT DISNEY HOLDINGS CO (DIS)	175	5,665	6,389	
52	WELLS FARGO & CO (WFC)	500	11,678	13,605	

Form 990-PF, Part II, Line 13 - Investments - Other

TOTAL:		24,429	27,978
	Asset Description	Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value
1	DB COMMODITY INDEX TRACKING FUND (DBC)	24,429	27,978
2			
3			
4			
5			
6			
7			
8			
9			
10			

<b>TOTAL:</b>	0	0	0
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[illegible]

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

PRESIDENT &amp; FELLOWS OF MIDDLEBURY COLLEGE

☐ Person ☒ Business**Street**

GRANTS OFC, MUNFORD HOUSE

**City**

MIDDLEBURY

**State**

VT

**Zip code**

05753

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Middlebury Language School, Library Fund and General Fund

**Amount**

3,000

**Name**

PROJECT HOPE THE PEOPLE TO PEOPLE HEALTH FOUNDATION INC

☐ Person ☒ Business**Street**

255 CARTER HALL LN

**City**

MILLWOOD

**State**

VA

**Zip code**

22646

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Haiti Earthquake Relief Fund

**Amount**

5,000

**Name**

READING IS FUNDAMENTAL INC

☐ Person ☒ Business**Street**

1825 CONNECTICUT AVE NW STE 400

**City**

WASHINGTON

**State**

DC

**Zip code**

20009

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

1,000

**Name**

SIDWELL FRIENDS SCHOOL

☐ Person ☒ Business**Street**

3825 WISCONSIN AVE NW

**City**

WASHINGTON

**State**

DC

**Zip code**

20016

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Evelyn Fine Fund

**Amount**

4,000

**Name**

ST MARK'S EPISCOPAL CHURCH

☐ Person ☒ Business**Street**

700 E MILL ST

**City**

BEAVER DAM

**State**

WI

**Zip code**

53916

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Rector's Discretionary Fund

**Amount**

5,000

**Name**

UNITED STATES FUND FOR UNICEF

☐ Person ☒ Business**Street**

125 MAIDEN LN 10TH FLR

**City**

NEW YORK

**State**

NY

**Zip code**

10038

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

Haiti Earthquake Relief Fund

**Amount**

5,000

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Recipient(s) paid during the year

**Name**

WAMU 88.5 - AMERICAN UNIVERSITY RADIO

☐ Person ☒ Business**Street**

4000 BRANDYWINE ST., N.W.

**City**

WASHINGTON

**State**

DC

**Zip code**

20016

**Foreign Country****Relationship**

N/A

**Foundation Status**

509(a)(1)

**Purpose of grant/contribution**

General &amp; Unrestricted

**Amount**

4,000

**Name**☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0

**Name**☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0

**Name**☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0

**Name**☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0

**Name**☐ Person ☐ Business**Street****City****State****Zip code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0